



  
Frank W. Volk  
United States District Judge

**Dated: February 12th, 2020**

**IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF WEST VIRGINIA**

In re:

THOMAS HEALTH SYSTEM, INC., *et al.*,  
  
Debtors.<sup>1</sup>

Chapter 11

Case No. 20-20007 (FWV)

(Jointly Administered)

**STIPULATION AND CONSENT ORDER EXTENDING  
THE USE OF CASH COLLATERAL PENDING FINAL HEARING**

The above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), by their undersigned proposed counsel, file this *Stipulation and Consent Order Extending the Use of Cash Collateral Pending Final Hearing* (the “Consent Order”) and, with the consent of UMB Bank, as successor Trustee and Master Trustee under the Master Indenture (the “Bond Trustee”) and the Official Committee of Unsecured Creditors of Thomas Health Systems, Inc., *et al.* (the “Committee”), hereby represent and agree as follows:

**RECITALS**

WHEREAS, on January 10, 2020 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 the Bankruptcy Code; and

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Thomas Health System, Inc. (0674); Herbert J. Thomas Memorial Hospital Association (4900); Charleston Hospital, Inc. (2692); and THS Physician Partners, Inc. (5947).

WHEREAS, the Debtors are operating their businesses and managing their property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code; and

WHEREAS, no request for the appointment of a trustee or examiner has been made in these chapter 11 cases; and

WHEREAS, on January 29, 2020, the United States Trustee appointed the Committee; and

WHEREAS, on January 13, 2020, the Debtors filed their *Emergency Motion for Entry of Interim and Final Orders Authorizing the Debtors to Use Cash Collateral, Granting Adequate Protection and Scheduling a Final Hearing Thereon* [Doc. No. 37] (the “Cash Collateral Motion”); and

WHEREAS, on January 15, 2020, the Court entered the *Interim Order (A) Authorizing the Use of Cash Collateral and Other Collateral, (B) Granting Adequate Protection, (C) Scheduling a Final Hearing and (D) Granting Related Relief* [Doc. No. 89] (the “Interim Order”), granting the Cash Collateral Motion on an interim basis and authorizing the Debtors’ use of Cash Collateral<sup>2</sup> for the Interim Use Period in accordance with the terms of the Interim Order and the Budget; and

WHEREAS, the Debtors’ use of Cash Collateral pursuant to the Budget is set to expire on February 7, 2020; and

WHEREAS, the Final Hearing is presently scheduled for February 19, 2020 at 1:30 PM (Eastern Time); and

WHEREAS, the Debtors, the Bond Trustee, and the Committee have agreed to the Debtors’ continued use of the Cash Collateral in accordance with the terms and conditions

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<sup>2</sup> Capitalized terms not otherwise defined herein shall have the same meanings ascribed to them in the Interim Order.

of the Interim Order, and in accordance with the extended budget, attached hereto as Exhibit 1 (the “Extended Interim Budget”).

**NOW THEREFORE**, for and in consideration of the foregoing Recitals which are incorporated herein by reference, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledge, and intending to be legally bound hereby, it is hereby ***STIPULATED, ORDERED, ADJUDGED***, and ***DECREED*** that:

(1) The Interim Use Period is hereby extended through and including February 21, 2020.

(2) The Debtors shall be, and hereby are, authorized to use Cash Collateral in accordance with the Interim Order and the Extended Interim Budget.

(3) Except as otherwise provided in this Consent Order and the Extended Interim Budget, all terms and conditions of the Interim Order shall remain in full force and effect and are incorporated as if fully set forth herein.

(4) The Court retains jurisdiction over the interpretation, implementation, and enforcement of this Consent Order.

STIPULATED AND AGREED TO:

**MINTZ, LEVIN, COHN, FERRIS,  
GLOVSKY AND POPEO, P.C.**

/s/ Ian A. Hammel

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Presented By:

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